

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004- 1(b)

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RRF Sand Canyon LLC, Huntingdon Pike Company,
Lancaster Development Company, LLC, Manoa
Shopping Center Associates, L.P., Northern Trust Bank of
CA, N.A., Prime/FRIT Bell Gardens, LLC, QCSI Six LLC,
RAR 2 Queen Anne Eden Hill QRS, LLC, Realty Income
Corporation, Redondo Prime I, LLC, S & N II, Ltd., SO-
Goodnoes Corner JV LLC, Spirit EK Vineland NJ, LLC,
Spirit RA Plains PA, LLC, SVAP III Plaza Mexico, LLC,
The Irvine Company LLC, Valley Mall, L.L.C. and Weis
Markets Inc.*

In re:

NEW RITE AID, LLC, *et al.*¹

Debtors.

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Chapter 11

Case No. 25-14861 (MBK)

(Jointly Administered)

**NOTICE OF CROSS-MOTION OF 5931 ATLANTIC, LLC, AAT DEL MONTE LLC,
BALDEN TOWNE PLAZA LIMITED PARTNERSHIP, BRIXTON CAPITAL, CP/IPERS
WOODFIELD, LLC, EDENS, FAIRVIEW SHOPPING CENTER, LLC, GARTIN
PROPERTIES LLC, HCP RRF SAND CANYON LLC, HUNTINGDON PIKE
COMPANY, LANCASTER DEVELOPMENT COMPANY, LLC, MANOA SHOPPING
CENTER ASSOCIATES, L.P. NORTHERN TRUST BANK OF CA, N.A., PRIME/FRIT**

¹ The last four digits of Debtor New Rite Aid, LLC's tax identification number are 1843. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/RiteAid2025>. The location of Debtor New Rite Aid LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 200 Newberry Commons, Etters, Pennsylvania 17319.

BELL GARDENS, LLC, QCSI SIX LLC, RAR 2 QUEEN ANNE EDEN HILL QRS, LLC, REALTY INCOME CORPORATION, REDONDO PRIME 1, LLC, S & N II, LTD., SO-GOODNOES CORNER JV LLC, SPIRIT EK VINELAND NJ, LLC, SPIRIT RA PLAINS PA, LLC, SVAP III PLAZA MEXICO, LLC, THE IRVINE COMPANY LLC, VALLEY MALL, L.L.C. AND WEIS MARKETS INC. FOR ENTRY OF AN ORDER PROVIDING ADEQUATE PROTECTION

PLEASE TAKE NOTICE, that 5931 Atlantic, LLC, AAT Del Monte LLC, Balden Towne Plaza Limited Partnership, Brixton Capital, CP/IPERS Woodfield, LLC, EDENS, Fairview Shopping Center, LLC, Gartin Properties LLC, HCP RRF Sand Canyon LLC, Huntingdon Pike Company, Lancaster Development Company, LLC, Manoa Shopping Center Associates, L.P., Northern Trust Bank of CA, N.A., Prime/FRIT Bell Gardens, LLC, QCSI Six LLC, RAR 2 Queen Anne Eden Hill QRS, LLC, Realty Income Corporation, Redondo Prime 1, LLC, S & N II, Ltd., SO-Goodnoes Corner JV LLC, Spirit EK Vineland NJ, LLC, Spirit RA Plains PA, LLC, SVAP III Plaza Mexico, LLC, The Irvine Company LLC, Valley Mall, L.L.C. and Weis Markets Inc. (together, the “Moving Landlords”) submits the attached *Cross-Motion of 5931 Atlantic, LLC, AAT Del Monte LLC, Balden Towne Plaza Limited Partnership, Brixton Capital, CP/IPERS Woodfield, LLC, EDENS, Fairview Shopping Center, LLC, Gartin Properties LLC, HCP RRF Sand Canyon LLC, Huntingdon Pike Company, Lancaster Development Company, LLC, Manoa Shopping Center Associates, L.P., Northern Trust Bank of CA, N.A., Prime/FRIT Bell Gardens, LLC, QCSI Six LLC, RAR 2 Queen Anne Eden Hill QRS, LLC, Realty Income Corporation, Redondo Prime 1, LLC, S & N II, Ltd., SO-Goodnoes Corner JV LLC, Spirit EK Vineland NJ, LLC, Spirit RA Plains PA, LLC, SVAP III Plaza Mexico, LLC, The Irvine Company LLC, Valley Mall, L.L.C. and Weis Markets Inc. for Entry of an Order Providing Adequate Protection* (the “Motion”) for entry of an order pursuant to sections 361 and 363(e) of title 11 of the United States Code, Federal Rule of Bankruptcy Procedure 9013, and District of New Jersey Local Bankruptcy Rule 9013-1(a) providing Moving Landlords with adequate protection.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief requested in the Motion shall (i) be in writing, (ii) state with particularity the basis of the objection, and (iii) be filed with the Clerk of the United States Bankruptcy Court in accordance with D.N.J. LBR 9013-1. If you do not want the Court to enter an Order granting the relief requested in the Motion, or if you want the court to consider your views on an objection, the you must file with any objection or response explaining your position on or before **June 16, 2025**² and mail a copy to Ballard Spahr LLP, Attn: Leslie C. Heilman; Laurel D. Roglen; and Margaret A. Vesper, 919 N. Market Street, 11th Floor, Wilmington, Delaware 19801, as well as to all parties set forth on the attached Service List.

You must attend the hearing scheduled to be held on **June 18, 2025 at 9:30 a.m. (Eastern Standard Time)** in the United States Bankruptcy Court, Clarkson S. Fisher U.S. Courthouse, Courtroom #8, 402 East State Street, Trenton, New Jersey, 08608. If you do not take these steps, the Court may decide that you do not oppose the relief sought in the Motion, and may enter an order granting the Motion.

Date: June 11, 2025

Respectfully Submitted,

/s/Leslie C. Heilman

Leslie C. Heilman

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² Under Local Rule 9013-2, responses to a cross-motion are due four days before the hearing date, which in this matter would be Saturday, June 14, 2025. Pursuant to Federal Rule of Bankruptcy Practice 9006(a)(1)(C), the deadline would be extended to June 16, 2025.

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-and-

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UNITED STATES BANKRUPTCY COURT DISTRICT OF
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In re:

NEW RITE AID, LLC, *et al.*

Debtors.

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Chapter 11

Case No. 25-14861 (MBK)

(Jointly Administered)

**ORDER GRANTING CROSS-MOTION OF 5931 ATLANTIC, LLC, AAT DEL MONTE
LLC, BALDEN TOWNE PLAZA LIMITED PARTNERSHIP, BRIXTON CAPITAL,
CP/IPERS WOODFIELD, LLC, EDENS, FAIRVIEW SHOPPING CENTER, LLC, GARTIN
PROPERTIES LLC, HCP RRF SAND CANYON LLC, HUNTINGDON PIKE COMPANY,
LANCASTER DEVELOPMENT COMPANY, LLC, MANOA SHOPPING CENTER
ASSOCIATES, L.P. NORTHERN TRUST BANK OF CA, N.A., PRIME/FRIT BELL
GARDENS, LLC, QCSI SIX LLC, RAR 2 QUEEN ANNE EDEN HILL QRS, LLC, REALTY
INCOME CORPORATION, REDONDO PRIME 1, LLC, S & N II, LTD., SO-GOODNOES
CORNER JV LLC, SPIRIT EK VINELAND NJ, LLC, SPIRIT RA PLAINS PA, LLC, SVAP
III PLAZA MEXICO, LLC, THE IRVINE COMPANY LLC, VALLEY MALL, L.L.C. AND
WEIS MARKETS INC. FOR ENTRY OF AN ORDER
PROVIDING ADEQUATE PROTECTION**

The relief set forth on the following page is **ORDERED**.

Debtor: NEW RITE AID, *et al.*

Case No. 25-14861 (MBK)

Caption of Order: ORDER GRANTING CROSS-MOTION OF 5931 ATLANTIC, LLC, AAT DEL MONTE LLC, BALDEN TOWNE PLAZA LIMITED PARTNERSHIP, BRIXTON CAPITAL, CP/IPERS WOODFIELD, LLC, EDENS, FAIRVIEW SHOPPING CENTER, LLC, GARTIN PROPERTIES LLC, HCP RRF SAND CANYON LLC, HUNTINGDON PIKE COMPANY, LANCASTER DEVELOPMENT COMPANY, LLC, MANOA SHOPPING CENTER ASSOCIATES, L.P., NORTHERN TRUST BANK OF CA, N.A., PRIME/FRIT BELL GARDENS, LLC, QCSI SIX LLC, RAR 2 QUEEN ANNE EDEN HILL QRS, LLC, REALTY INCOME CORPORATION, REDONDO PRIME 1, LLC, S & N II, LTD., SO-GOODNOES CORNER JV LLC, SPIRIT EK VINELAND NJ, LLC, SPIRIT RA PLAINS PA, LLC, SVAP III PLAZA MEXICO, LLC, THE IRVINE COMPANY LLC, VALLEY MALL, L.L.C. AND WEIS MARKETS INC. FOR ENTRY OF AN ORDER PROVIDING ADEQUATE PROTECTION

THIS MATTER having come before the Court upon the *Cross-Motion of 5931 Atlantic, LLC, AAT Del Monte LLC, Balden Towne Plaza Limited Partnership, Brixton Capital, CP/IPERS Woodfield, LLC, EDENS, Fairview Shopping Center, LLC, Gartin Properties LLC, HCP RRF Sand Canyon LLC, Huntingdon Pike Company, Lancaster Development Company, LLC, Manoa Shopping Center Associates, L.P., Northern Trust Bank of CA, N.A., Prime/FRIT Bell Gardens, LLC, QCSI Six LLC, RAR 2 Queen Anne Eden Hill QRS, LLC, Realty Income Corporation, Redondo Prime 1, LLC, S & N II, Ltd., SO-Goodnoes Corner JV LLC, Spirit EK Vineland NJ, LLC, Spirit RA Plains PA, LLC, SVAP III Plaza Mexico, LLC, The Irvine Company LLC, Valley Mall, L.L.C. and Weis Markets Inc.* for *Entry of an Order Providing Adequate Protection* (the “Motion”), and the Court having considered the Motion and any opposition thereto, and arguments of counsel, if any, and for good cause shown it is hereby

ORDERED as follows:

1. This Motion is hereby **GRANTED**; and
2. The Debtors are ordered to pay Stub Rent³ to Moving Landlords no later than June 30, 2025.

³ Capitalized terms used but not otherwise defined shall have the meaning given to them in the Motion.